



**AMERICAN
STOCK EXCHANGE®**
Equities Options ETFs



Richard A. Mikaliunas
Senior Vice President
Capital Markets

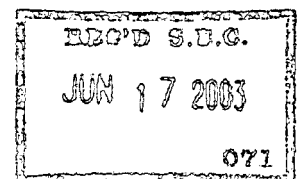
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Cert AMX

Ms. Willie Mae Stroud
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Room 1004, Mail Stop 1-4
Office of Filing Information & Consumer Services
Division of Market Regulation
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549



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JUN 30 2003

THOMSON
FINANCIAL

Dear Ms. Stroud:

This is to certify that the American Stock Exchange, Inc. (the "Exchange") received from Morgan Stanley (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

Medium-Term Notes, Series C,
BRIDGES due June 15, 2010
(Based on the Value of the Common Stock of Fifteen
Companies in the Oil Industry)

We further certify that the above security has been approved by the Exchange for listing and registration, upon official notice of issuance, and understand that the 8A will be immediately effective upon your receipt of this letter.

Sincerely,